

Exhibit 2

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15
16 CONTINUED VIDEOTAPED DEPOSITION OF CAMERON POETZSCHER
17 San Francisco, California
18 Friday, September 29, 2017
19 Volume III
20
21 REPORTED BY:
22 REBECCA L. ROMANO, RPR, CSR No. 12546
23 JOB NO. 2716653
24
25 PAGES 474 - 675

1 UNITED STATES DISTRICT COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 SAN FRANCISCO DIVISION
4

5 WAYMO LLC,

6 Plaintiff,

7 vs. Case No.

8 UBER TECHNOLOGIES, INC.; 17-cv-00939-WHA

9 OTTOMOTTO, LLC; OTTO

10 TRUCKING LLC,

11 Defendants.

12 -----

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14
15
16 CONTINUED VIDEOTAPED DEPOSITION OF CAMERON
17 POETZSCHER, taken on behalf of the Plaintiff, at
18 Quinn Emanuel Urquhart & Sullivan, 50 California
19 Street, 22nd Floor, San Francisco, California,
20 commencing at 9:30 a.m., Friday, September 29, 2017
21 before Rebecca L. Romano, Certified Shorthand
22 Reporter No. 12546

23

24

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1 MR. JACOBS: Delayed -- objection to 09:38:07
2 form.

3 THE DEPONENT: Delayed relevant to what?

4 Q. (By Mr. Gorman) To when it was 09:38:13
5 anticipated that it would begin?

6 A. I am still not sure what the connection 09:38:13
7 is to the term sheet.

8 Q. My understanding is that the term sheet
9 has an indemnity construct --

10 A. Right. 09:38:25

11 Q. -- built into it, which calls for an
12 independent third-party forensic investigation.

13 A. Correct. But I don't know what the term
14 sheet has to do with the delay.

15 Q. Well, maybe it doesn't. Let's leave the 09:38:35
16 term sheet out of it.

17 A. Uh-huh.

18 Q. From your perspective, was the Stroz
19 investigation delayed?

20 A. I mean, it took longer than anticipated, 09:38:43
21 so the ending was delayed on it. I don't think the
22 beginning was delayed, or I -- I don't recall.

23 Q. What was your involvement in the
24 Stroz investigation?

25 A. Very little. I had -- I didn't review 09:38:55

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1 the report. I didn't really have any direct 09:38:57
2 communications with Stroz. I helped occasionally
3 to try to get Anthony or Lior to, you know, move
4 faster because they were very busy guys. And so
5 sometimes the lawyers would ask me to call them to 09:39:10
6 say, Can you please, you know, go to this interview
7 or provide this device or whatever. But that was
8 basically the extent of it. I wasn't directly
9 involved in it.

10 Q. Did you receive reports about the 09:39:22
11 investigation?

12 A. No.

13 Q. Did you receive any updates about the
14 findings of the investigation?

15 A. Only that was discussed with lawyers. 09:39:34

16 Q. So the only times that you received
17 updates about the Stroz's findings was in
18 conversations with lawyers?

19 A. Correct.

20 Q. Did you ever personally speak with 09:39:48
21 anybody at Stroz?

22 A. Not that I recall. I know we had one
23 discussion with John Gardner and Anthony, and I
24 don't recall if someone from Stroz was on that. I
25 believe they weren't, but I couldn't say for 09:40:03

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1 could start working, right, and then finish the 09:59:08
2 other [REDACTED] later.

3 Q. (By Mr. Gorman) You can put that down.

4 More generally, in late March, early
5 April, did you understand that the Stroz 09:59:27
6 investigation was far from completion?

7 MR. JACOBS: To the extent you can -- so
8 you can answer what was in -- what was your state
9 of mind at the time. I don't -- but I would
10 instruct you not to answer that -- what specific 09:59:42
11 communications came from counsel.

12 THE DEPONENT: Okay.

13 Yeah, I mean, my general understanding
14 was that it was taking longer than we had expected.
15 I wouldn't say far from completed. 09:59:52

16 Q. (By Mr. Gorman) Other than information
17 you may have received from counsel, what was your
18 understanding of how long it would take to complete
19 the Stroz investigation?

20 A. The only -- 10:00:07

21 MR. JACOBS: Objection.

22 Are you asking as of -- what was his
23 understanding at what point in time?

24 MR. GORMAN: At the end of March, very
25 beginning of April. 10:00:16

THE DEPONENT: I mean, the only updates I got on it were from counsel.

3 (Exhibit 7754 was marked for
4 identification by the court reporter and is
5 attached hereto.) 10:00:39

6 Q. (By Mr. Gorman) Mr. Poetzscher, you have
7 just been handed Exhibit 7754. There's the Bates
8 number, UBER00322804 through 322806. The top
9 message is an email from Eric Friedberg to
10 Eric Tate, Hanley Chew, Mary Fulqiniti. 10:01:03

11 Do you have any familiarity with who
12 these people are?

13 A. I know Eric Tate. And obviously
14 Eric Friedberg. I recognize the name from
15 Stroz Friedberg.

16 Q. Do you know who Hanley Chew and
17 Mary Fulginiti were?

18 A. No.

19 Q. What's your understanding of
20 Eric Friedberg's role?

21 A. I mean, I know he's one of the
22 principals, presumably, of Stroz Friedberg. Other
23 than that, I have no idea what he was doing
24 specifically.

25 Q. So you didn't know whether he was 10:01:39

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1 A. No. 10:05:05

2 Q. Did you receive any reports or
3 information on Levandowski's interviews with Stroz?

4 MR. JACOBS: You can answer that yes or
5 no. 10:05:17

6 THE DEPONENT: Yeah, I mean, I didn't
7 receive any reports. Obviously I had discussions
8 with lawyers about it. So if that counts as
9 information then, yes, I received information.

10 Q. (By Mr. Gorman) How often did you 10:05:33
11 receive information about Levandowski's interviews
12 with Stroz?

13 A. Probably a few times, not many.

14 Q. Is a few less than five or more than
15 five? 10:05:44

16 A. Definitely less than five. And when I --
17 and I'm talking not just Anthony's interviews,
18 basically the whole Stroz discussion.

19 So there's probably less than five
20 occasions where I got sort of feedback related to 10:05:54
21 Stroz from our lawyers. I can't recall if it was
22 specifically Anthony's interviews or other.

23 Q. What was the format in which the Uber
24 side received information about
25 Anthony Levandowski's interviews with Stroz? 10:06:16

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1 A. Again, I don't know. 10:06:18

2 Q. Did you attend any conference calls in
3 which information from Stroz interviews on
4 Levandowski was relayed to Uber?

5 A. Not directly. I had discussions with our 10:06:26
6 lawyers where they described some of what they had
7 learned, but I was never on a call with any Stroz
8 people as far as I am aware.

9 Q. So Stroz gave information to Uber's
10 outside counsel, and then Uber's outside counsel 10:06:41
11 relayed it to -- to Uber team in-house?

12 A. I don't know where the chain ended up,
13 but somehow it went from Stroz to internal and
14 external counsel, and then I would have discussions
15 with some combination of internal and external 10:06:56
16 counsel.

17 Q. Did you receive any information on
18 Stroz's forensic investigation on the devices and
19 data collected from the diligenced employees?

20 A. Again, I didn't receive any reports. I 10:07:13
21 did have discussions with lawyers, so I am not sure
22 if that counts as information or not in your
23 question.

24 Q. You had conversations with lawyers about
25 results from forensic investigation? 10:07:28

1 A. No. Well -- I mean, it depends what you 10:07:30
2 mean by the forensic investigation. I had
3 conversations with lawyers about the
4 Stroz investigation overall. So that was obviously
5 interviews, forensic analysis of their devices. 10:07:37

6 So all of that collectively, I can't
7 recall specific -- you know, talking about whether
8 it's coming from devices or coming from interviews
9 or whatever, right, other than the five disks which
10 we've talked about separately. 10:07:51

11 Q. And all of those conversations that you
12 had with lawyers where you received information or
13 updates on the Stroz investigation, that's all
14 encompassed in the three or four conversations that
15 you participated in? 10:08:07

16 A. Uh-huh.

17 MR. JACOBS: You need to answer that yes
18 or no.

19 THE DEPONENT: I'm sorry. Yes.

20 Q. (By Mr. Gorman) Did you receive any 10:08:15
21 email updates on the Stroz investigation?

22 A. There may have been email updates on
23 timing. I don't recall.

24 Q. But no email updates about the interim
25 findings from Stroz, to your recollection? 10:08:34

1 A. Not that I recall. You have all my 10:08:37
2 emails anyway, so I am sure you know.

3 MR. GORMAN: I'm going to hand you a 10:08:56
4 document that's been previously marked as
5 Exhibit 7111.

6 Q. (By Mr. Gorman) The title is, "Draft 10:08:56
7 Summary Interview of Anthony Levandowski."

8 Mr. Poetzscher, have you ever seen this 10:09:00
9 document before?

10 MR. JACOBS: You can answer that outside 10:09:30
11 of anything you might have seen in the course of
12 deposition preparation.

13 THE DEPONENT: Yeah, I never seen it 10:09:34
14 other than in the depo prep.

15 Q. (By Mr. Gorman) Okay. 10:09:38

16 Do you dispute or disagree with any 10:09:42
17 aspect of Exhibit 7111, the Levandowski interview
18 memo?

19 MR. JACOBS: Objection. Form.

20 THE DEPONENT: I've never even read it. 10:09:49

21 Q. (By Mr. Gorman) Even if you haven't read 10:10:07
22 Exhibit 7111, you did receive information prior to
23 April 11th on Levandowski's Stroz interviews,
24 didn't you?

25 A. I received information about the Stroz 10:10:07

1 Q. It does, but you have no opinion one way 10:39:40

2 or another?

3 A. I mean, I know you are deposing all our
4 lawyers, why don't you ask them that question.

5 Q. We certainly will. And I -- I -- we 10:39:48
6 certainly will. I am just trying to understand.

7 And this is my last question, and I'll take a
8 break.

9 Is what you are trying to say that this
10 was all sort of done at levels below you, and you 10:40:00
11 weren't you in the loop on whatever was being
12 conveyed by Stroz; is that the sense --

13 A. No, I wouldn't say that. Obviously the
14 lawyers are professionals. I'll leave it to them
15 to do their job in terms of determining how to 10:40:12
16 conduct a forensic investigation, right?

17 They had some protocol between them and
18 Stroz to get information updates, and then they
19 would communicate to me the information they felt
20 was important. From that I got the gist of the 10:40:23
21 overall investigation.

22 I just didn't get, you know, exactly what
23 updates they were getting. They didn't tell me
24 whether it was from Anthony's interview notes or
25 devices or whatever. They conveyed general 10:40:32

1 information to me, and I see no reason to speculate 10:40:34
2 now about what that information flow was, you know,
3 18 months ago.

4 Q. Okay. I -- I think I understand now.

5 You received updates -- you received 10:40:46
6 updates about the results -- the interim results
7 from Stroz's investigation; but sitting here today,
8 you don't know whether the results were gleaned
9 from an interview as opposed to a computer, as
10 opposed to an email, as opposed to some other 10:40:58
11 source?

12 A. I assume they were gleaned from
13 everything collectively, right. If we were doing
14 all these things, it would make sense to reference
15 those. But I don't know specifically what -- what 10:41:05
16 components were in the updates I got.

17 MR. GORMAN: Okay. Thank you for being
18 so precise. I appreciate it.

19 We can take a break. Go off the record.

20 THE VIDEOGRAPHER: Okay. We are now 10:41:16
21 going off the record. The time is 10:41.

22 (Recess taken.)

23 THE VIDEOGRAPHER: Okay. We are now back
24 on the record. The time is 10:51.

25 MR. GORMAN: And would you like to make 10:51:49

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1 A. I mean, I recognize it. I -- you know. 10:53:07

2 Q. Maybe not the whole thing, but you are
3 familiar with this discussion?

4 A. Yes.

5 Q. Levandowski's lawyer writes, [REDACTED] [REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

13 [REDACTED]

[REDACTED]

[REDACTED] [REDACTED]

[REDACTED]

[REDACTED]

18 Do you see all that?

19 A. Yes.

20 Q. When Uber executed the 10:54:01

21 indemnification agreement, do you believe it
22 received sufficient information from the outside
23 expert to proceed with the transaction and enter
24 into the indemnification agreement?

25 A. That's certainly what we felt at the 10:54:15

1 time.

10:54:16

2 Q. Do you not feel that way anymore?

3 A. I mean, we're aware of these allegations,
4 now, that Anthony took trade secrets.

5 So whether that would have come out in 10:54:28
6 the rest of the diligence process, I can't
7 speculate. I don't believe it did when -- when we
8 got the final report; although, I haven't seen it.

9 So, in that sense, it wouldn't have made
10 any difference whether we waited to get the final 10:54:40
11 report or not. Right?

12 On the other hand, obviously, if we'd
13 known what he was alleged to have done in
14 December 2015, I think we would have had a
15 different perspective on the transaction. 10:54:50

16 Q. But at the time you executed the papers,
17 the put call agreement in the
18 indemnification agreement in early April of 2016,
19 you believed that you had received sufficient
20 information from Stroz to proceed with the 10:55:08
21 transaction?

22 A. Correct.

23 Q. But in hindsight, perhaps, you didn't?

24 A. Again, I believe, at this point, if we
25 had waited to get the final report, it wouldn't 10:55:24

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1 have changed our minds.

10:55:26

2 Because as I understand it -- again, I
3 haven't seen the final report -- nothing -- sorry.

4 Nothing that was in the final report was materially
5 different from what we understood at the interim
6 stage.

10:55:36

7 So, in that sense, I don't think that
8 would have changed. Obviously, if we had initial,
9 you know, knowledge of everything and knew that the
10 allegations that Google was making of Anthony were
11 true, which -- at least I don't know if that's
12 true -- but if we knew those were true, we would
13 never have done the transaction.

10:55:47

14 Q. Do you recall having any concerns about
15 Mr. Gardner's suggestion that Uber should agree
16 that it has [REDACTED]

10:55:59

17 [REDACTED]
18 A. Not personally.

19 (Exhibit 7756 was marked for
20 identification by the court reporter and is
21 attached hereto.)

10:56:09

22 Q. (By Mr. Gorman) You have just been
23 handed Exhibit 7756, which bears the Bates number
24 UBER00320759 through 320765.

25 The very top of the first page is an

10:56:42

1

[REDACTED]

2

[REDACTED]

4

Do you see that?

5

A. Yes.

11:01:37

6

Q. Why did Uber agree to move forward with
the acquisition and the indemnification before
having access to the final reports?

9

A. [REDACTED]

10

[REDACTED]

11

[REDACTED]

12

[REDACTED]

13

[REDACTED]

14

[REDACTED]

15

[REDACTED]

16

[REDACTED]

17

[REDACTED]

18

Q. I would like to talk about the -- the

19

first reason you just gave, [REDACTED]

20

[REDACTED]

11:02:19

21

[REDACTED]

22

[REDACTED]

23

[REDACTED]

24

[REDACTED]

25

[REDACTED]

11:02:33

1 spoke. I just don't recall what he said. And as I 11:40:14
2 said, I don't know for sure if Anthony was even on
3 the call or not.

4 Q. Let me see if I can sum up.

5 By April 11th, 2016, you knew that Stroz 11:40:48
6 was investigating Mr. Levandowski's claims about
7 destroying those five hard drives?

8 A. Correct.

9 Q. And by April 11th, 2016, you knew that 11:41:03
10 Mr. Levandowski had delayed in disclosing the name
11 of the facility where he allegedly shredded the
12 five disks?

13 MR. JACOBS: Objection. Form.

14 THE DEPONENT: Yeah, I wouldn't say he 11:41:12
15 delayed in disclosing the name. What I would say
16 is that I didn't get the name directly from him.

17 Q. (By Mr. Gorman) Okay. Did you have any
18 knowledge of him delaying in disclosing the name?

19 A. No.

20 Q. Okay. Before April 11th, 2016, you had 11:41:21
21 received some of Stroz' interim findings on the
22 investigation into the destruction of the five hard
23 drives?

24 A. I mean, I don't want to say I received
25 Stroz' findings. It makes it sound like I got a 11:41:43

1 report. I had discussions, obviously, with lawyers 11:41:43
2 about the five disks and the investigation to try
3 to figure out if there was a receipt or some other
4 proof.

5 Q. Okay. I believe you said you didn't know 11:41:55
6 by April 11th that Stroz had interviewed the
7 personnel at Shred Works and that the personnel
8 there were unable to recognize Levandowski by
9 photograph or description?

10 MR. JACOBS: Objection. Form. 11:42:09

11 THE DEPONENT: Yeah, I mean, I don't
12 recall knowing that.

13 Q. (By Mr. Gorman) Okay.

14 A. Obviously, we had that discussion where
15 they talked about, you know, what they had done. I 11:42:15
16 just don't recall the photo or -- or not
17 recognizing Anthony.

18 Q. Sitting here today, do you think
19 Mr. Levandowski destroyed the five hard disks?

20 A. Yes. 11:42:33

21 Q. When do you think he did it?

22 A. I think what happened is, he -- on Friday
23 afternoon, he dropped them off at this facility,
24 and then the disks were probably shredded on
25 Monday, if that's what the receipt shows, or the 11:42:42